



## Natural Gas

### TRANSACTIONS

Van Ness Feldman is known for recognizing cutting-edge issues and integrating regulatory policies with successful business strategies. Because of the depth and breadth of its regulatory practice, the firm is able to prepare agreements that recognize the essential issues surrounding the interplay of natural gas regulation and contract negotiations. Van Ness Feldman structures and negotiates gas and LNG transactions of all types, including:

- LNG sale and purchase agreements
- Precedent agreements and letters of intent for new pipeline projects and LNG terminal projects
- Terminal use agreements for LNG import terminals
- Pipeline interconnection agreements
- Negotiated rate agreements
- Gas supply arrangements for power generation projects
- Capacity release agreements
- Tolling agreements for both electric power plants and LNG terminals
- Gas storage arrangements
- Service agreements on interstate, intrastate and local distribution company (LDC) facilities.

Van Ness Feldman has one of the nation's largest gas pipeline certificate practices, and attorneys in the gas group routinely draft and negotiate precedent agreements for pipeline construction projects, as well as tariff provisions to conform to the parties' commercial arrangements and FERC regulatory requirements. The firm also reviews contractual arrangements required for financing new construction, and provides regulatory advice on asset sales and transfers.

#### *Representative examples of recent transactional projects:*

- **Kinder Morgan Louisiana Pipeline.** Van Ness Feldman provides transactional assistance and strategic counseling for the development, construction and operation of a large diameter transportation header system transporting regasified LNG away from an LNG terminal on the Gulf Coast for delivery to numerous pipeline interconnects.
- **MC Global.** The firm reviewed LNG supply, terminal use, and downstream transportation and gas sales agreements and continues to advise the client on legal issues related to terminal use and downstream marketing of the gas.

- **Canaport LNG (Canada).** Van Ness Feldman provided a due diligence review of the commercial agreements for the lender to the proposed LNG regasification terminal project.
- **Sound Energy Solutions.** The firm counsels Sound Energy Solutions in its efforts to construct and operate an LNG import terminal in Long Beach, California, including review of its commercial agreements.
- The firm represents a client in the development of a liquefied natural gas receiving terminal in Central America, including matters related to project development agreements and site control issues.
- The firm prepared general terms and conditions for gas transportation in Brazil, including control of relationships between gas transporters and their marketing affiliates and proposals to mitigate market power abuses by transporters and dominant suppliers.